



UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

REGION 6
1445 ROSS AVENUE, SUITE 1200
DALLAS TX 75202-2733

MAR 27 2018

GENERAL NOTICE LETTER

URGENT LEGAL MATTER, PROMPT REPLY NECESSARY

CERTIFIED MAIL, RETURN RECEIPT REQUESTED #7014 0150 0000 2453 4785

Kinder Morgan, Inc.
1001 Louisiana Street, Suite 1000
Houston, Texas 77002

Re: General Notice Letter for the Wilcox Oil Refinery Superfund Site
Bristow, Creek County, Oklahoma

Dear Sir/Madam:

The purpose of this letter is to notify Kinder Morgan, Inc. of its potential liability at the Wilcox Oil Superfund Site (Site) and gather information about the Site. Our records indicate that Kinder Morgan is a prior owner of the site property (Enclosure 1).

Explanation of Potential Liability

Based on the information collected, the EPA believes that you may be liable under Section 107(a) of the Comprehensive Environmental Response, Compensation, and Liability Act (CERCLA) with respect to the Site, as a prior owner of the Site. Enclosure 1 is documentation the EPA has that indicates you are a prior owner of the Site.

Under CERCLA, specifically Sections 106(a) and 107(a), 42 U.S.C. §§ 9606(a) and 9607(a), potentially responsible parties (PRPs) may be required to perform cleanup actions to protect the public health, welfare, or the environment. PRPs may also be responsible for costs incurred by the EPA in cleaning up the Site, unless the PRP can qualify for any of the statutory defenses. PRPs include current and former owners and operators of a site, as well as persons who arranged for treatment and/or disposal of any hazardous substances found at the site, and persons who accepted hazardous substances for transport and selected the site to which the hazardous substances were delivered.

Site response actions and Site costs may include, but are not limited to, expenditures for conducting a Remedial Action, and other investigation, planning, response oversight, and enforcement activities. In addition, PRPs may be required to pay for damages for injury to, destruction of or loss of natural resources, including the cost of assessing such damages.

Site Background

The Site consists of the former Lorraine/Wilcox Refinery located in Bristow, Creek County, Oklahoma. The property was utilized by two different refineries with overlapping boundaries from 1915 to 1965. The Site includes remnants of former oil refining operations and tank farms. The Site has three major former operational areas and product storage areas. An active railroad divides the two former processing areas and product storage areas. Most of the refinery structures and tanks have been removed or are in ruins. The tank farm covers approximately 80 acres and has a number of refinery waste source areas of concern, including; a backfilled oily waste pond, a breached settling pond, a backfilled oily waste pit, a former pond apparently backfilled with solid refinery waste, and a number of tank bottoms. Groundwater containing oily waste liquid of a hydrocarbon nature is currently leaching into drainage ditches and surface waters at the Site. The results of samples collected indicated releases to shallow ground water, surface water, sediment and subsurface soils. The results indicated high concentration of petroleum hydrocarbons, lead, and poly aromatic hydrocarbons in oily waste at numerous locations on Site. There are high concentrations of lead throughout the Site. There are multiple areas of stressed vegetation, barren areas, and visible black tarry waste of a hydrocarbon nature throughout the 125-acre Site. The Site was added to the National Priorities List in December 2013. The EPA began the Remedial Investigation and Feasibility Study in September 2015.

Financial Concerns/Ability to Pay Settlements

The EPA is aware the financial ability of some PRPs to contribute toward the payment of response costs may be substantially limited. If you believe, and can document, that you fall within that category, please notify EPA's enforcement officer, Lance Nixon, of your ability-to-pay claim in writing.

Lance Nixon
Enforcement Officer
Superfund Enforcement Assessment Section (6SF-TE)
United States Environmental Protection Agency
Region 6
1445 Ross Avenue, Ste. 1200
Dallas, Texas 75202-2733

Also, please note that, because the EPA has a potential claim against you, you must include the EPA as a creditor if you file for bankruptcy.

If the EPA concludes that you have a legitimate inability to pay the full amount of the EPA's costs, the EPA may offer a schedule for payment over time or a reduction in the total amount demanded from you.

Resources and Information for Small Businesses

As you may be aware, on January 11, 2002, President Bush signed into law the Superfund Small Business Liability Relief and Brownfields Revitalization Act. This Act contains several exemptions and defenses to CERCLA liability, which we suggest that all parties evaluate. You may obtain a copy of the law via the Internet at:

<https://www.epa.gov/compliance/small-business-resources-information-sheet>

and review the EPA guidance regarding these exemptions at:

<http://www.epa.gov/compliance/resources/policies/cleanup/superfund>

The EPA has created a number of helpful resources for small businesses. The EPA has established the National Compliance Assistance Clearinghouse as well as Compliance Assistance Centers, which offer various forms of resources to small businesses. You may inquire about these resources at www.epa.gov.

In addition, the EPA Small Business Ombudsman may be contacted at www.epa.gov/sbo. Finally, the EPA developed a fact sheet about the Small Business Regulatory Enforcement Fairness Act (SBREFA), which is enclosed with this letter (Enclosure 2).

Opportunity to Meet

The EPA will provide you an opportunity to meet with EPA representatives to discuss your performance and/or funding of response activities at the Site. If you wish to participate in such a meeting, you must inform Mr. Lance Nixon or Mr. Marvin Benton in writing within the time frame discussed below.

Please give these matters your immediate attention and consider consulting with an attorney. **Please respond within 30 calendar days of receipt of this letter.** If you or your attorney has any legal questions, contact Marvin Benton, attorney, at (214) 665-3190. If you have any technical questions about the Site, you may contact Katrina Coltrain, Remedial Project Manager, at (214) 665-8143. If you have any other questions regarding this letter, please contact Lance Nixon, Enforcement Officer, at (214) 665-2203. Thank you for your prompt attention to this matter.

Sincerely,



Ben Banipal, P.E., Branch Chief
Technical and Enforcement Branch
Superfund Division

Enclosures:

1. Evidentiary Documents
2. Small Business Information Sheet

ENCLOSURE 1
Evidentiary Documents

RECEIVED

13 JAN -8 PM 2:17

KINDER MORGAN DIV. ENVIRONMENTAL
INC. BRANCH

January 7, 2013

Mr. Lance Nixon, Enforcement Officer
Superfund Enforcement Assessment Section (6SF-TE)
U.S. EPA, Region 6
1445 Ross Avenue
Dallas, Texas 75202-2733

RE: Wilcox Oil Superfund Site
Bristow, Creek County, Oklahoma

RECEIVED
13 JAN -8 PM 2:17
SUPERFUND DIV.
ENVIRONMENTAL
BRANCH

Dear Mr. Nixon:

Enclosed for your review is Kinder Morgan, Inc.'s (Kinder Morgan) response to the U.S. Environmental Protection Agency's (EPA) CERCLA 104(e) Information Request regarding the above referenced matter. EPA's CERCLA 104(e) Information Request was dated October 25, 2012 and on November 13, 2012, I requested an extension to respond to the 104(e) request. By letter dated November 16, 2012, received by my office on November 27, 2012, EPA granted Kinder Morgan's request for a 40-day extension. Pursuant to that extension, Kinder Morgan's response is due tomorrow January 8, 2013.

We have enclosed hard copies of our response and supporting documents. Also, enclosed is a CD containing electronic versions of all of the documents.

If you have any questions, please contact the undersigned at 303-914-4634 or nancy_vanburgel@kindermorgan.com. Thank you for your attention to this matter.

Sincerely,



Nancy E. Van Burgel, Esq.
Assistant General Counsel
Kinder Morgan, Inc.



**WILCOX OIL SUPERFUND SITE
INFORMATION REQUEST**

QUESTIONS

1. Please provide the full legal name, mailing address, and phone number of the Respondent.

RESPONSE:

Kinder Morgan, Inc.
1001 Louisiana St., Suite 1000
Houston, TX 77002
(713) 420-2600

2. For each person answering these questions on behalf of the Respondent provide full name, title, business address, and business telephone and fax number.

RESPONSE:

Nancy Van Burgel
Assistant General Counsel
370 Van Gordon Street
Lakewood, CO 80228
(303) 914-4634 (business); nancy_vanburgel@kindermorgan.com; 303-984-3333 (fax)

3. If the respondent wishes to designate an individual for all future correspondence concerning this Site, including legal notices, please provide the individual's name, address, telephone number, and fax number.

RESPONSE:

Nancy Van Burgel
Assistant General Counsel
370 Van Gordon Street
Lakewood, CO 80228
(303) 914-4634 (business); nancy_vanburgel@kindermorgan.com; 303-984-3333 (fax)

4. Identify all prior owners of the Site. For each prior owner, further identify the dates of ownership.

RESPONSE:

Pre-September 1963: It is our belief based on review of Oklahoma Department of Environmental Quality documents and USEPA documents that Wilcox Oil

Company was the original constructor, operator and owner of the Bristow refinery. [see Preliminary Assessment of the Wilcox Oil Company, prepared by the State of Oklahoma Department of Environmental Quality, December 15, 1994, Bates Nos. KMI-0000004 – 99 and Site Assessment Report for Wilcox Refinery, Bristow, Creek County, Oklahoma, March 1999, prepared by Ecology and Environment, Inc., Table 2-1, page 2-7, Bates Nos. KMI0000101-178.

September 1963: Wilcox Oil Company sold the refinery to Wendel Sandlin of Sandlin Oil & Refining Co. [Bureau of Mines/Minerals Yearbook Area Reports: Domestic 1963, Year 1963, Volume III (1964)] Bates Nos. KMI0000001-3.

Also see Plan of Reorganization By and Between Wilcox Oil Company, Tennessee Gas Transmission Company and WXC Company, Dated May 13, 1964, Bates Nos. W0000460-593, Exhibit A – Pages 2-3, Bates Nos. W0000479-480 Wilcox Oil Company, Statement of Income and Retained Earnings, Years ended December 31, 1963 and 1962; Note reference to sale of refinery on both referenced pages.

5. Explain the corporate relationship between Wilcox Oil Company, Tenneco Oil Company, EPEC Oil Company, El Paso Corporation, and Kinder Morgan.

RESPONSE:

Wilcox Oil Company

Wilcox Oil Company was a Delaware corporation qualified to do business in the state of Oklahoma and numerous other states [see Copy of Certification of Incorporation of H.F. Wilcox Oil & Gas Company, Bates Nos. W0000656]. It sold its Bristow Refinery to Wendel Sandlin in 1963. It retained oil and gas leases and oil producing properties.

On May 4, 1964, Tennessee Gas Transmission Company, a Delaware corporation, formed WXC Company, a Delaware corporation, as a wholly-owned subsidiary of Tennessee Gas Transmission Company. Later that month, Wilcox Oil Company, WXC Company and Tennessee Gas Transmission Company entered into a Plan of Reorganization by and between Wilcox Oil Company, WXC Company and Tennessee Gas Transmission Company. [see Plan of Reorganization dated May 13, 1964, Bates Nos. W0000460-593]. According to the Plan of Reorganization, WXC Company acquired all of the assets of Wilcox Oil Company, except for the corporate charter, by-laws, stock books and minute books and an amount of cash retained in order to pay expenses of Wilcox Company required for its liquidation and dissolution.[see Plan of Reorganization (May 13, 1964, Bates Nos. W0000460-593) and General Conveyance and Assumption Agreement, dated July 21, 1964, Bates Nos. W0000002-5 and W0000296-410]

On the same date, July 21, 1964, WXC Company changed its name to Wilcox Oil Company.

Tennessee Gas Transmission Company (TGT) was the parent of Tenneco Corporation and was publicly traded. Tenneco Corporation was a wholly owned subsidiary of TGT and was a holding company that owned stock for all of Tenneco Corporation's non-regulated subsidiaries. Tennessee Oil Refining Corporation, later known as Tenneco Oil Company, was a subsidiary of Tenneco Corporation.[see Bates Nos. EPR 0001199-1201]

Tenneco Oil Company

On September 7, 1964, Wilcox Oil Company merged into Tenneco Oil Company. [see Corporate Records of Tennessee Oil Refining Corporation, Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, dated November 17, 1960, Bates Nos. EPR0001199-1201] and [see Corporate Records of Tennessee Oil Refining Corporation Certificate of Ownership and Merger, Bates Nos. EPR 0001226-1229.

EPEC Oil Company

In 1996, Tenneco Oil Company was one of the subsidiaries acquired by El Paso Energy Corporation and was renamed EPEC Oil Company. [see Corporate Records of Tennessee Oil Refining Corporation, State of Delaware, Office of Secretary of State Certificate dated December 24, 1996; and Certificate of Amendment of Certificate of Incorporation dated December 12, 1996. Bates Nos. ERR0001319 – 1320; and Amended and Restated Plan of Merger, dated, June 19, 1996, Bates Nos. KMI0000225-561]

On December 18, 1998, EPEC Oil Company dissolved pursuant to Delaware law. [see State of Delaware, Office of Secretary of State Certification dated December 18, 1998, Bates No. EPR0001321; and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, Bates Nos. EPR0001322-1325.

On March 9, 2001, the EPEC Oil Company Liquidating Trust Agreement was entered into among EPEC Oil Company as Trustor and El Paso Energy E.S.T. Company, a Delaware corporation, as Trustee. [see EPEC Oil Company Liquidating Trust Agreement, Bates Nos. KMI0000179-208]

El Paso Corporation

Tenneco Oil Company, as a subsidiary of Tenneco Corporation, was one of the Tenneco Energy Group Companies purchased and then distributed by El Paso Natural Gas Company pursuant to Amended and Restated Agreement and Plan of

Merger, dated June 19, 1996 [see Bates Nos. KMI0000225 – 561]. El Paso Energy Corporation was incorporated in April 17, 1998 and changed its name to El Paso Corporation on February 7, 2001 [see Certificate of Incorporation of El Paso Energy Corporation, dated April 15, 1998, Bates Nos. KMI0000562 – 571; and, Certificate of Incorporation of El Paso Corporation, dated February 5, 2001, Bates Nos. KMI0000572 – 615].

Kinder Morgan, Inc. (KMI)

On May 25, 2012, Kinder Morgan Inc. completed the acquisition of El Paso Corporation. Following the completion of these transactions, El Paso Holdco LLC became a direct, wholly owned subsidiary of KMI and El Paso LLC became a direct, wholly owned subsidiary of El Paso Holdco LLC. [see United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012 for Kinder Morgan, Inc.; and United States Securities and Exchange Commission, Form 8-K, dated May 24, 2012, for El Paso Holdco LLC., Bates Nos. KMI0000209 - 224].

6. Provide all documents related to the sale/transfer of the Wilcox Refinery, the purchase of Wilcox Oil Company by WCX Company, and the merger of Wilcox Oil with Tenneco Oil Company.

RESPONSE:

Please see documents referenced in Responses to Questions 4 and 5, above, including,

(1) *Preliminary Assessment of Wilcox Oil Company*, dated December 15, 1994 including Quit Claim Deed and Warranty Deeds; Bates Nos. KMI0000096 – 99; *Site Assessment Report*, dated March 1999 including Table 2-1, Bates No. KMI0000117.

(2) Plan of Reorganization by and between, Wilcox Oil Company, WCX Company and Tennessee Gas Transmission Company, dated May 13, 1964; Bates Nos. W0000460 – 593.

(3) Certificate of Amendment of Certificate of Incorporation of Tennessee Oil Refining Corporation, Bates Nos. EPR0001226 – 1229.

7. Provide documents related to the dissolution of EPEC Oil.

RESPONSE:

Please see Certificate from the State of Delaware, Office of Secretary of State, Bates No. EPR0001321 and Certificate of Dissolution of EPEC Oil Company by Written Consent of Sole Stockholder, dated December 16, 1998, Bates Nos. EPR0001322 – EPR0001325.

8. For the EPEC Oil Liquidating trust;

- a. State the year the trust was created;
- b. If the trust no longer exists, state the year the trust was terminated, dissolved, or liquidated; and to whom the trust was distributed;
- c. If the trust no longer exists, state the net worth of the trust at the time of termination; and the dollar value of the assets distributed.

RESPONSE:

- a. The Trust was created in 1998.
 - b. The Trust continues to exist according to the terms of the Trust.
 - c. See above.
9. If any of the documents solicited in this information request are no longer available, please indicate the reason why they are no longer available. We have provided all corporate records that we could locate.

RESPONSE:

We have provided all corporate records that we could locate. We will supplement this response, should any additional corporate records be located.

ENCLOSURE 2
Small Business Information Sheet

U.S. EPA Small Business Resources Information Sheet

The United States Environmental Protection Agency provides an array of resources to help small businesses understand and comply with federal and state environmental laws. In addition to helping small businesses understand their environmental obligations and improve compliance, these resources will also help such businesses find cost-effective ways to comply through pollution prevention techniques and innovative technologies.

Office of Small and Disadvantaged Business Utilization (OSDBU)

www.epa.gov/aboutepa/about-office-small-and-disadvantaged-business-utilization-osdbu

EPA's OSDBU advocates and advances business, regulatory, and environmental compliance concerns of small and socio-economically disadvantaged businesses.

EPA's Asbestos Small Business Ombudsman (ASBO)

www.epa.gov/resources-small-businesses/asbestos-small-business-ombudsman or 1-800-368-5888

The EPA ASBO serves as a conduit for small businesses to access EPA and facilitates communications between the small business community and the Agency.

Small Business Environmental Assistance Program

<https://nationalsbeap.org>

This program provides a "one-stop shop" for small businesses and assistance providers seeking information on a wide range of environmental topics and state-specific environmental compliance assistance resources.

EPA's Compliance Assistance Homepage

www.epa.gov/compliance

This page is a gateway to industry and statute-specific environmental resources, from extensive web-based information to hotlines and compliance assistance specialists.

Compliance Assistance Centers

www.complianceassistance.net

EPA sponsored Compliance Assistance Centers provide information targeted to industries with many small businesses. They were developed in partnership with industry, universities and other federal and state agencies.

Agriculture

www.epa.gov/agriculture

Automotive Recycling

www.ecarcenter.org

Automotive Service and Repair

www.ccar-greenlink.org or 1-888-GRN-LINK

Chemical Manufacturing

www.chemalliance.org

Construction

www.cicacenter.org

Education

www.campuserc.org

Food Processing

www.fpeac.org

Healthcare

www.hercenter.org

Local Government

www.lgean.org

Surface Finishing

<http://www.sterc.org>

Paints and Coatings

www.paintcenter.org

Printing

www.pneac.org

Ports

www.portcompliance.org

Transportation

www.tercenter.org

U.S. Border Compliance and Import/Export Issues

www.bordercenter.org

EPA Hotlines and Clearinghouses

www.epa.gov/home/epa-hotlines

EPA sponsors many free hotlines and clearinghouses that provide convenient assistance regarding environmental requirements. Examples include:

Clean Air Technology Center (CATC) Info-line

www.epa.gov/catc or 1-919-541-0800

Superfund, TRI, EPCRA, RMP, and Oil Information Center

1-800-424-9346

EPA Imported Vehicles and Engines Public Helpline

www.epa.gov/otaq/imports or 1-734-214-4100

National Pesticide Information Center

www.npic.orst.edu or 1-800-858-7378

National Response Center Hotline to report oil and hazardous substance spills -

<http://nrc.uscg.mil> or 1-800-424-8802

Pollution Prevention Information Clearinghouse (PPIC) -

www.epa.gov/p2/pollution-prevention-resources#ppic or 1-202-566-0799

Safe Drinking Water Hotline -

www.epa.gov/ground-water-and-drinking-water/safe-drinking-water-hotline or 1-800-426-4791

Toxic Substances Control Act (TSCA) Hotline

tsc hotline@epa.gov or 1-202-554-1404

Small Entity Compliance Guides

<https://www.epa.gov/reg-flex/small-entity-compliance-guides>

EPA publishes a Small Entity Compliance Guide (SECG) for every rule for which the Agency has prepared a final regulatory flexibility analysis, in accordance with Section 604 of the Regulatory Flexibility Act (RFA).

Regional Small Business Liaisons

www.epa.gov/resources-small-businesses/epa-regional-office-small-business-liaisons

The U.S. Environmental Protection Agency (EPA) Regional Small Business Liaison (RSBL) is the primary regional contact and often the expert on small business assistance, advocacy, and outreach. The RSBL is the regional voice for the EPA Asbestos and Small Business Ombudsman (ASBO).

State Resource Locators

www.envcap.org/statetools

The Locators provide state-specific contacts, regulations and resources covering the major environmental laws.

State Small Business Environmental Assistance Programs (SBEAPs)

<https://nationalsbeap.org/states/list>

State SBEAPs help small businesses and assistance providers understand environmental requirements and sustainable business practices through workshops, trainings and site visits.

EPA's Tribal Portal

www.epa.gov/tribalportal

The Portal helps users locate tribal-related information within EPA and other federal agencies.

EPA Compliance Incentives

EPA provides incentives for environmental compliance. By participating in compliance assistance programs or voluntarily disclosing and promptly correcting violations before an enforcement action has been initiated, businesses may be eligible for penalty waivers or reductions. EPA has two such policies that may apply to small businesses:

EPA's Small Business Compliance Policy

www.epa.gov/enforcement/small-businesses-and-enforcement

EPA's Audit Policy

www.epa.gov/compliance/epas-audit-policy

Commenting on Federal Enforcement Actions and Compliance Activities

The Small Business Regulatory Enforcement Fairness Act (SBREFA) established a SBREFA Ombudsman and 10 Regional Fairness Boards to receive comments from small businesses about federal agency enforcement actions. If you believe that you fall within the Small Business Administration's definition of a small business (based on your North American Industry Classification System designation, number of employees or annual receipts, as defined at 13 C.F.R. 121.201; in most cases, this means a business with 500 or fewer employees), and wish to comment on federal enforcement and compliance activities, call the SBREFA Ombudsman's toll-free number at 1-888-REG-FAIR (1-888-734-3247).

Every small business that is the subject of an enforcement or compliance action is entitled to comment on the Agency's actions without fear of retaliation. EPA employees are prohibited from using enforcement or any other means of retaliation against any member of the regulated community in response to comments made under SBREFA.

Your Duty to Comply

If you receive compliance assistance or submit a comment to the SBREFA Ombudsman or Regional Fairness Boards, you still have the duty to comply with the law, including providing timely responses to EPA information requests, administrative or civil complaints, other enforcement actions or communications. The assistance information and comment processes do not give you any new rights or defenses in any enforcement action. These processes also do not affect EPA's obligation to protect public health or the environment under any of the environmental statutes it enforces, including the right to take emergency remedial or emergency response actions when appropriate. Those decisions will be based on the facts in each situation. The SBREFA Ombudsman and Fairness Boards do not participate in resolving EPA's enforcement actions. Also, remember that to preserve your rights, you need to comply with all rules governing the enforcement process.

EPA is disseminating this information to you without making a determination that your business or organization is a small business as defined by Section 222 of the Small Business Regulatory Enforcement Fairness Act or related provisions.